FORM D

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AUG 1 4 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
ORM LIMITED OFFERING FXEMPT

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OMB APPRO	JAVC							
OMB Number:	3235-0076							
Expires:								
Estimated average burden								
hours per								

0.004668

ENTER FIELD WEST-EDMONTON PROSPECT NO. 2	UNIFORM LIMITED OFFER	INGEXEM	IPIION	000
Rule 504 Rule 505 Rule 506 Section 4(6) ULOE	- · · —	icate change.)		1
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ENERAL INSTRUCTIONS Ideal: In Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S. defeal: In Must File: An otice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securit d Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date inch it is due, on the date it was mailed by United States registered or certified mail to that address. In there To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. In the To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. In the To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. In the To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. In the To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. In the To File: U.S. Securities and Exchange Commission of the manually signed. Any copies not manually signed must otocopies of the manually signed copy or bear typed or printed signatures. In the To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. In the To File: U.S. Securities and Exchange Commission of the Information requested in Part C, and any material changes from the information previously signed. Any copies not manually signed must otocopies of the manually signed copy or bear typed or printed signatures. In the To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. In the Total Order of the Ampendix of the Information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix needs to be, or have been made. If a s				1 2 22
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SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Box(es) that Apply: Executive Officer Promoter Beneficial Owner Director General and/or Managing Partner Full Name (Last name first, if individual) PETROTECH RESOURCES CORPORATION Business or Residence Address (Number and Street, City, State, Zip Code) 104 PARK AVENUE, GLASGOW, KENTUCKY 42142 Check Box(es) that Apply: Beneficial Owner Executive Officer General and/or Promoter Director Managing Partner Full Name (Last name first, if individual) JOHN BURNESS Business or Residence Address (Number and Street, City, State, Zip Code) 104 PARK AVENUE, GLASGOW, KENTUCKY 42142 Check Box(es) that Apply: Executive Officer Promoter Beneficial Owner Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Beneficial Owner General and/or Check Box(es) that Apply: Promoter Executive Officer Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Promoter Check Box(es) that Apply: Beneficial Owner ☐ Director General and/or Executive Officer Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

1.	Has the										1		
		issuer sold	i, or does th	he issuer i	ntend to se	ll, to non-a	accredited :	investors	in this offer	ing?'		Yes ⊠	No
Answer also in Appendix, Column 2, if filing under ULOE.											that:		
2. What is the minimum investment that will be accepted from any individual?											\$ <u>11</u>	,250.00	
3. Does the offering permit joint ownership of a single unit?										Yes	No		
											I I	K	
	commis If a pers or states	sion or sim on to be lis , list the na	ilar remune ted is an ass	ration for s sociated pe roker or d	solicitation erson or age ealer. If me	of purchas ent of a bro ore than fiv	ers in conn ker or deale e (5) person	ection wit or register ons to be lis	h sales of se ed with the S sted are asso	curities in 1 SEC and/01	lirectly, any the offering. r with a state sons of such		
Full	Name (1	Last name	first, if indi	ividual)									
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State	s in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers						
	(Check '	'All States	" or check	individual	States)				•••••	·····		☐ AI	l States
	AL IL MT RI	AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK WI	HI MS OR WY	MO PA PR
Full	Name (I	ast name i	first, if indi	vidual)									
Busi	ness or	Residence	Address (N	Jumber an	d Street, C	ity, State,	Zip Code)			· · · · · ·		<u> </u>	
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Full l	Name (L	ast name f	īrst, if indi	vidual)				:					
Busir	ness or	Residence	Address (N	lumber and	d Street, Ci	ty, State, 2	Zip Code)						
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State	s in Whi	ch Person	Listed Has	Solicited	or Intends	to Solicit I	urchasers		- <u> </u>				
((Check "	All States	or check i	ndividual	States)	•••••••			••••••			☐ All	States
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]	IL MT RI	IN NE SC	IA NV SD	KS NH TN	KY NJ TX	LA NM UT	ME NY VT	MD NC VA	MA ND WA	MI OH WV	MN OK	MS OR WY	MO PA PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		rote	Amount Already
	Type of Security	Offering	Price	Sold
	Debt	\$	-	\$
	Equity	\$		\$
	Common Preferred			
	Convertible Securities (including warrants)	\$		\$
	Partnership Interests	\$ <u>7</u> 00,00	0.00	\$_597,800.00
	Other (Specify)			\$
	Total	\$_700,00	0.00	\$_597,800.00
	Answer also in Appendix, Column 3, if filing under ULOE.	,		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."			A
		Numbe Invest		Aggregate Dollar Amount of Purchases
	Accredited Investors	23		\$_597,800.00
	Non-accredited Investors			\$
	Total (for filings under Rule 504 only)			\$
	Answer also in Appendix, Column 4, if filing under ULOE.			
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.	 		
	Type of Offering	Type o Securit		Dollar Amount Sold
	Rule 505			\$
	Regulation A			\$
	Rule 504			\$
	Total			\$ 0.00
1	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			
	Transfer Agent's Fees			\$
	Printing and Engraving Costs			\$ 1,000.00
	Legal Fees			\$_6,000.00
	Accounting Fees			\$ 1,000.00
	Engineering Fees		П	\$
	Sales Commissions (specify finders' fees separately)			\$
	Other Expenses (identify) WORKING CAPITAL			\$ 2,000.00
	Total	. 1		\$ 10,000.00

b. Enter the difference between the aggre			
and total expenses furnished in response to proceeds to the issuer."		the "adjusted gross	690,000.00
each of the purposes shown. If the amounted the box to the left of the estimate. T	ount for any purpose is not known, furnis The total of the payments listed must equal	sh an estimate and	
		Off Direc	nents to ficers, stors, & Payments to liates Others
		_	ï
		\$	\$
Purchase, rental or leasing and installation and equipment	on of machinery	ļ <u> </u>	\$
Construction or leasing of plant building	gs and facilities	\$	\$
offering that may be used in exchange fo	or the assets or securities of another		
	H-	· —	_
Other (analist). DRILLING AND COM	PLETION COSTS		↓
Other (specify).			b
	A	🗀 \$	s
Column Totals		\$ 1,34	40,000.00 _{\$ 0.00}
	·	_	\$ 1,340,000.00
	D PEDERAL SIGNATUR	T	
ature constitutes an undertaking by the issu	suer to furnish to the U.S. Securities and I	Exchange Commission, up	on written request of its staff,
NTER FIELD WEST-EDMONTON PROS	SPECT NO 2	g -	4-06
ne of Signer (Print or Type) N BURNESS	Title of Signer (Print or Type PRESIDENT		
i i i	each of the purposes shown. If the amo check the box to the left of the estimate. The proceeds to the issuer set forth in responsible to the issuer purchase of real estate	each of the purposes shown. If the amount for any purpose is not known, furnicheck the box to the left of the estimate. The total of the payments listed must equal proceeds to the issuer set forth in response to Part C — Question 4.b above. Salaries and fees Purchase of real estate Purchase, rental or leasing and installation of machinery and equipment Construction or leasing of plant buildings and facilities Acquisition of other businesses (including the value of securities involved in the offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) Repayment of indebtedness Working capital Other (specify): DRILLING AND COMPLETION COSTS Column Totals Total Payments Listed (column totals added) D. FEDERAL SIGNATUR issuer has duly caused this notice to be signed by the undersigned duly authorized pature constitutes an undertaking by the issuer to furnish to the U.S. Securities and information furnished by the issuer to any non-accredited investor pursuant to pater (Print or Type) NER FIELD WEST-EDMONTON PROSPECT No 2 Title of Signer (Print or Type)	Paym Off Direct Affiliation of Payments and fees

		E. STATI	ESIGNATUR	E	Y Y	en.	1. 1. 有数量
1.	Is any party described in 17 CFR 230.262 pre provisions of such rule?		Yes	No			
	See A	Appendix, Colu	mn 5, for state	e response.			
2.	The undersigned issuer hereby undertakes to fu D (17 CFR 239.500) at such times as required		te administrato	or of any state in which	ch this no	otice is filed a noti	ce on Form
3.	The undersigned issuer hereby undertakes to issuer to offerees.	equest, i	information furnis	shed by the			
4.	The undersigned issuer represents that the issi limited Offering Exemption (ULOE) of the sta of this exemption has the burden of establishing	te in which this	notice is filed	and understands th			
	er has read this notification and knows the conter horized person.	nts to be true and	l has duly caus	ed this notice to be si	gned on	its behalf by the u	ndersigned
Issuer (F	Print or Type)	Signature		Γ	ate		
CENTE	R FIELD WEST-EDMONTON PROSPECT N	2.			3-	1-36	
Name (P	rint or Type)	Title (Print or	Type)		-		
JOHN E	BURNESS	PRESIDENT	,				

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

		en e	The state of the s	A	PPENDIX	Tonesca and			rin in			
1	Intend to non-a investor	d to sell accredited as in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of ir amount purc			investor and chased in State			Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	j	Number of Non-Accredited Investors	Amoun	t	Yes	No	
AL	×											
AK	х							i j				
AZ	×			1	\$17,500.00							
AR	×											
CA	×			3	\$70,000.00							
со	×											
СТ	×			1	\$35,000.00							
DE	×					ļ					<u></u> _	
DC	×											
FL	×											
GA	×			1	\$11,666.00							
HI	×											
ID	×		, , , , , , , , , , , , , , , , , , ,	· · · · · · · · · · · · · · · · · · ·								
IL	×			1	\$35,000.00							
IN	×			1	\$17,500.00							
IA	×											
KS	×			1	\$35,000.00	ļ						
KY	×			1	\$17,500.00	ľ						
LA	×					-						
ME	×											
MD	×											
MA	×			-		-			_			
MI	×			3	\$55,417.00	1						
MN	×											
MS	×							!		- Anna Carlos		

				APT	ENDIX				
1	Intend to non-a investor	d to sell accredited rs in State 1-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
МО	×								
MT	×								
NE	×								
NV	×								
NH	×								
NJ	×								
NM	×			1	\$35,000.00				
NY	×			2	\$20,416.00				
NC	×								
ND	x								
ОН	×								
ок	×			1	\$17,500.00				
OR	×						ļ		
PA	×]		
RI	×			1	\$11,667.00				
SC	×								
SD	×						 		
TN	×								
TX	×			3	\$175,000.00				
UT	×								
VT	×			-					
VA	×			2	\$43,750.00				
WA	×					·			
wv	×						1		
WI	×					***************************************			

		Mark Toll (AD)		APP	ENDIX -				
1	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		amount pu	4 investor and rchased in State C-Item 2)	Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
PR	×								